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COMMISSIONERS

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AZ CORP COMMISSION
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BEFORE THE ARIZONA CORPORATION COMMISSION

ARIZONA WATER COMPANY, an Arizona
corporation,

Complainant,

vs.

GLOBAL WATER RESOURCES, LLC, a
foreign limited liability company; GLOBAL
WATER RESOURCES, INC., a Delaware
corporation; GLOBAL WATER
MANAGEMENT, LLC, a foreign limited
liability company; SANTA CRUZ WATER
COMPANY, LLC, an Arizona limited liability
corporation; PALO VERDE UTILITIES
COMPANY, LLC, an Arizona limited liability
corporation; GLOBAL WATER - SANTA
CRUZ WATER COMPANY, an Arizona
corporation; GLOBAL WATER - PALO
VERDE UTILITIES COMPANY, an Arizona
corporation; JOHN AND JANE DOES 1-20;
ABC ENTITIES I - XX,

Respondents.

DOCKET NOS.

W-01445A-06-0200

SW-20445A-06-0200

W-20446A-06-0200

W-03576A-06-0200

SW-03575A-06-0200

ARIZONA WATER COMPANY'S
MOTION FOR PROTECTIVE
ORDER RELATED TO
DEPOSITIONS OF ARIZONA
WATER COMPANY WITNESSES

AND

MOTION FOR EXPEDITED
CONSIDERATION

Arizona Corporation Commission
DOCKETED

JUN 20 2007

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Pursuant to Rule 26(c) of the Arizona Rules of Civil Procedure and A.A.C. R14-3-101, Arizona Water Company moves for a protective order related to Respondents' (collectively, "Global") unwarranted and retaliatory attempt to seek Rule 30(b)(6)

1 depositions of Arizona Water Company witnesses. Testimony by Arizona Water Company
2 witnesses is irrelevant to this matter. Global has attempted to notice their depositions to
3 mudsling and distract attention from the focus of this Formal Complaint matter, which is
4 solely on the impropriety of Global's conduct and activities under Commission rules and
5 Arizona law, including Global's so-called Infrastructure Coordination and Financing
6 Agreements ("ICFAs") and whether the Global parent entities are improperly and
7 unlawfully operating as public service corporations outside of the regulation of the
8 Commission.

9
10 Because of the short notice provided by Global concerning this deposition (it was
11 served on June 13) and the date set for the deposition (June 28), Arizona Water Company
12 also moves for expedited consideration of this motion.

13 **I. FACTUAL AND PROCEDURAL BACKGROUND**

14 On March 29, 2006, Arizona Water Company filed a formal complaint against
15 Global, alleging that the unregulated Global entities, including Global Water Resources,
16 LLC, Global Water Resources, Inc., and Global Water Management, LLC, were unlawfully
17 operating as public service corporations outside of the regulation of the Commission.
18 Arizona Water Company also alleged that the unregulated Global entities, acting as alter
19 egos of their subsidiary utilities, had improperly solicited landowners in Pinal County and
20 other parts of the State to enter into unlawful ICFAs, which allowed Global to collect
21 unregulated fees in exchange for "facilitating" the provision of utility services by its wholly-
22 owned subsidiaries. Arizona Water Company also alleged that Global was improperly
23 entering into agreements with municipalities and other governmental entities by which
24 Global would collect fees from its customers and then pass those fees to municipalities in
25 exchange for the municipality's cooperation in assisting in the expansion of the CCNs of
26 Global's subsidiaries.

27 Following a period during which action in this docket was stayed by the
28 Commission, Assistant Chief Administrative Law Judge Nodes issued a Procedural Order

1 on May 1, 2007, establishing various deadlines in this matter, particularly that any witness
2 depositions be completed by June 29, 2007. On June 1, 2007, following discussions
3 between the parties, Arizona Water Company noticed the deposition of Global pursuant to
4 Rule 30(b)(6) of the Arizona Rules of Civil Procedure. See Rule 30(b)(6) Notice docketed
5 June 1, 2007. The deposition topics in this notice were narrowly tailored to focus on the
6 issues raised in the Formal Complaint, and therefore Global did not serve any objection to
7 the deposition. The deposition of the first witness identified by Global pursuant to the Rule,
8 Trevor Hill, went forward on June 18, 2007, and a second deposition of another Global
9 designee has been scheduled for June 26, 2007.

10 In contrast, on June 13, 2007, Global noticed the Rule 30(b)(6) deposition of Arizona
11 Water Company *on 43 topics*, and set it for June 28, 2007, the day before the deadline set by
12 ALJ Nodes in the procedural order of May 1, 2007. Attached as Exhibit A is a copy of
13 Global's Notice of Rule 30(b)(6) Deposition of Arizona Water Company. Counsel for
14 Arizona Water Company informed counsel for Global before June 13 that, even if such
15 depositions were not objectionable on relevance grounds, the depositions could not go
16 forward on June 28 because of both Mr. Hirsch's and Mr. Ott's previously scheduled
17 attendance at the Arizona State Bar Convention that day. Notwithstanding this, counsel for
18 Global went ahead and noticed the depositions for June 28.

19 Global's 43 deposition topics seek a wide range of information of no relevance to this
20 action. For example, in at least sixteen of the topics (Nos. 1-6, 9-11, 28, 37-39, 41-43),
21 Global insists that Arizona Water Company "explain the basis" for Arizona Water
22 Company's beliefs about Global's practices and activities. Three topics (Nos. 35-36, 40)
23 seek information on how and when Arizona Water Company became aware of Global's
24 conduct and activities. Topic No. 26 asks that a witness describe Arizona Water Company's
25 "understanding of ICFAs." Three topics (Nos. 30-32) ask that Arizona Water Company
26 explain any damages to Arizona Water Company resulting from Global's conduct. None of
27 these issues is relevant to this Formal Complaint matter.
28

1 Other topics listed by Global are calculated to turn this proceeding on its ear and
2 have it become focused on Arizona Water Company's practices, which are not at issue in
3 this proceeding. For example, three topics (Nos. 13-15) seek information about litigation
4 involving Arizona Water Company, while five topics (Nos. 12, 16, 19-21) seek information
5 about Arizona Water Company's corporate parents. Five other topics (Nos. 18, 23-25, 27)
6 involve Arizona Water Company's finances, while two topics (Nos. 8, 29) ask about
7 Arizona Water Company's master plan for providing water service to the Pinal Valley. One
8 topic (No. 7) even asks Arizona Water Company to discuss a legal doctrine, and another
9 asks Arizona Water Company to explain circumstances related to the withdrawal of a tariff
10 request in another docket (No. 22). Remaining topics are even further afield from the issues
11 raised in this action. Topic No. 17 asks about Arizona Water Company's "dealings" with a
12 third party; No. 33 asks whether Arizona Water Company knows of any other entity using
13 agreements "similar to the ICFAs"; and No. 34 asks about a proposed fine levied against a
14 different entity by the California Public Utilities Commission. This is not a Formal
15 Complaint involving Arizona Water Company's conduct; again, the focus is *solely* on the
16 Global entities' conduct and practices.

17 **II. ARGUMENT**

18 Rule 26(b)(1) of the Arizona Rules of Civil Procedure, incorporated into Commission
19 practice by rule, provides that "Parties may obtain discovery regarding any matter, not
20 privileged, which is relevant to the subject matter involved in the pending action"
21 A.R.C.P. 26(b)(1). While parties may also obtain discovery of information "reasonably
22 calculated to lead to the discovery of admissible evidence," *id.*, relevance remains the
23 touchstone for discovery.

24 The vast majority of the topics identified by Global in its Rule 30(b)(6) deposition of
25 Arizona Water Company have no relevance to this action, which is focused on Global's
26 conduct and activities, specifically the Global parent's use of ICFAs and whether such
27 practices indicate that unregulated Global entities are unlawfully operating as public service
28

1 corporations outside of the jurisdiction and regulation of the Commission. For example,
2 Arizona Water Company's experience in litigation (Topic Nos. 13-15), Arizona Water
3 Company's relationships with its corporate parents (Topic Nos. 12, 16, 19-21), and Arizona
4 Water Company's finances (Topic Nos. 18, 23-25, 27) have absolutely no connection to the
5 lawfulness of Global's conduct. Nothing about Arizona Water Company's finances, for
6 example, immunizes the unregulated Global entities from Commission oversight and
7 regulation if the unregulated Global entities are in fact operating as public service
8 corporations. Similarly, Arizona Water Company's understanding of the legal doctrine of
9 "first in the field" (Topic No. 7) or withdrawal of a tariff request in another docket (Topic
10 No. 22) has nothing to do with the legality of Global's conduct and activities. The
11 Commission should grant Arizona Water Company's motion for a protective order
12 prohibiting Global from taking depositions on these topics because they have no relevance
13 to the issues raised in the Formal Complaint against Global.

14 Global also seeks to depose Arizona Water Company on the "basis" for its beliefs
15 and its "understanding" of Global's ICFAs (Topic Nos. 1-6, 9-11, 26, 28, 37-39, 40-43) and
16 when Arizona Water Company became aware of Global's activities (Topic No. 35-36).
17 Such depositions would only squander the parties' time and force Arizona Water Company
18 to incur additional expense defending such depositions. The issues of this Formal
19 Complaint matter are the lawfulness of Global's conduct and activities, *not* what Arizona
20 Water Company believes or understands about those activities and conduct. If the
21 Commission determines that Global's actions are unlawful and illegal, how and when
22 Arizona Water Company became aware of those activities is irrelevant.

23 Moreover, the basis for Arizona Water Company's beliefs about Global's activities
24 will be amply set forth in Arizona Water Company's prefiled direct testimony, which is not
25 due until July 27, 2007. Global's demand for Rule 30(b)(6) depositions on such topics on
26 June 28 is premature and inconsistent with the Commission's procedural order. Such a
27 practice would effectively mean that Global would receive two opportunities to provide
28

1 rebuttal testimony – on July 27 (when Global’s direct testimony is due) and on September
2 14, 2007, when Global would again be able to submit rebuttal testimony. The Commission
3 should also prohibit Global from seeking depositions of Arizona Water Company on these
4 topics.

5 In addition to the irrelevance of the discovery that Global seeks, the Commission
6 should also prohibit such depositions on timing grounds. ALJ Nodes ordered that
7 depositions could go forward in a procedural order dated May 1, 2007, providing that such
8 depositions must be completed by June 29, 2007. In that shortened time frame (upon which
9 Global had insisted), Global then waited six weeks, until June 13, 2007 and after Arizona
10 Water Company noticed Global’s depositions, before noticing Rule 30(b)(6) depositions of
11 Arizona Water Company. Moreover, Arizona Water Company previously informed Global
12 that counsel would not be available on the date selected by Global, June 28, 2007, because
13 of the Arizona State Bar Convention. Global ignored that information, and set the
14 depositions for June 28 anyway. Even if the deposition topics were relevant – which they
15 are not – Global’s attempted deposition cannot go forward on the date demanded by Global.
16

17 CONCLUSION

18 For the foregoing reasons, the Commission should grant Arizona Water Company’s
19 motion for a protective order related to any depositions of Arizona Water Company
20 witnesses and prohibit Global from taking such depositions. Given the impending date for
21 the noticed deposition, this matter should be heard at the earliest opportunity, and
22 undersigned counsel are available for a telephone conference if necessary to discuss the
23 matter.

24 ///

25 ///

26 ///

27

28

1 RESPECTFULLY SUBMITTED this 20th day of June, 2007.

2
3 BRYAN CAVE LLP

4
5 By 

6 Steven A. Hirsch, #006360

7 Rodney W. Ott, #016686

8 Two N. Central Avenue, Suite 2200

9 Phoenix, AZ 85004-4406

10 Attorneys for Arizona Water Company

11 **ORIGINAL and 13 COPIES** of the foregoing
12 filed this 20th day of June, 2007 with:

13 Docket Control Division
14 Arizona Corporation Commission
15 1200 W. Washington
16 Phoenix, AZ 85007

17 **COPY** of the foregoing hand-delivered/
18 mailed this 20th day of June, 2007 to:

19 Dwight D. Nodes [hand-delivered]
20 Administrative Law Judge
21 Hearing Division
22 Arizona Corporation Commission
23 1200 W. Washington
24 Phoenix, AZ 85007

25 Christopher Kempley, Esq. [hand-delivered]
26 Chief Counsel, Legal Division
27 Arizona Corporation Commission
28 1200 W. Washington
Phoenix, AZ 85007

Ernest G. Johnson [hand-delivered]
Director, Utilities Division
Arizona Corporation Commission
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3 One Arizona Center
4 400 E. Van Buren St., Suite 800
5 Phoenix, AZ 85004
6 Attorneys for Applicants
7 Santa Cruz Water Company, L.L.C.
8 and Palo Verde Utilities Company, L.L.C.
9

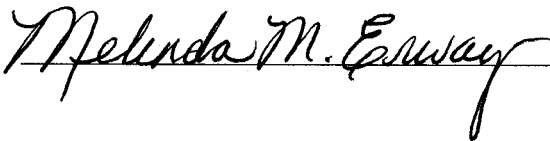
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EXHIBIT A

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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

MIKE GLEASON – Chairman
WILLIAM A. MUNDELL
JEFF HATCH-MILLER
KRISTIN K. MAYES
GARY PIERCE

ARIZONA WATER COMPANY, an Arizona)	DOCKET NO. W-01445A-06-0200
corporation,)	SW-20445A-06-0200
Complainant,)	W-20446A-06-0200
)	W-03576A-06-0200
vs.)	SW-03575A-06-0200
)	
GLOBAL WATER RESOURCES, LLC, a foreign)	
limited liability company; GLOBAL WATER)	
RESOURCES, INC., a Delaware corporation;)	
GLOBAL WATER MANAGEMENT, LLC, a)	
foreign limited liability company; SANTA CRUZ)	NOTICE OF RULE
WATER COMPANY, LLC, an Arizona limited)	30(b)(6)DEPOSITION OF
liability corporation; PALO VERDE UTILITIES)	ARIZONA WATER COMPANY
COMPANY, LLC, an Arizona limited liability)	
corporation; GLOBAL WATER – SANTA CRUZ)	
WATER COMPANY, an Arizona corporation;)	
GLOBAL WATER – PALO VERDE UTILITIES)	
COMPANY, an Arizona corporation; JOHN AND)	
JANE DOES 1-20; ABC ENTITIES I – XX,)	
)	
Respondents.)	

YOU ARE HEREBY NOTIFIED that, pursuant Arizona Rules of Civil Procedure, Rules 26 and 30, the deposition will be taken upon oral examination of person(s) named below at the time and place stated before an officer authorized by law to administer oaths. A general description of person(s) from whom testimony is requested, sufficient to identify such person(s) is given below:

...
...

PERSON TO BE EXAMINED	Arizona Water Company ("AWC"), an Arizona Corporation.
DATE OF DEPOSITION	June 28, 2007
TIME OF DEPOSITION	10:00 am
PLACE OF DEPOSITION	Roshka, DeWulf & Patten, PLC 400 East Van Buren Street Suite 800 Phoenix, Arizona 85004

Under Arizona Rules of Civil Procedure, Arizona Water Company ("AWC") is requested to identify the person or persons most knowledgeable to testify and provide information on the following topics:

1. Explain the basis for AWC's belief that Global Water Resources, LLC, Global Water, Inc. and/or Global Water Management (hereinafter "Global") have illegally and improperly entered into agreements with landowners and prospective utility customers. Identify and provide any and all documentation that AWC believes substantiates its belief. Identify those members, agents, employees, officers or other affiliated individuals of AWC who have this belief.
2. Explain the basis for AWC's belief that Global illegally and improperly solicited landowners and prospective utility customers within AWC's Certificate of Convenience and Necessity ("CC&N") or contiguous to AWC's CC&N. Identify and provide any and all documentation that AWC believes substantiates its belief. Identify those members, agents, employees, officers or other affiliated individuals of AWC who have this belief.
3. Explain the basis for AWC's accusation that Global, Santa Cruz Water Company ("Santa Cruz") and/or Palo Verde Utilities Company ("Palo Verde") are interfering or are about to interfere with AWC existing water systems, lines and/or plant. Provide specifics as to

1 how AWC believes Global, Santa Cruz, and/or Palo Verde are interfering or about to
2 interfere with AWC existing water systems, lines or plant. Identify and provide any and
3 all documentation that AWC believes substantiates its belief. Identify those members,
4 agents, employees, officers or other affiliated individuals of AWC who have this belief.

5 4. Explain the basis for AWC's accusation that Respondents unlawfully represented to the
6 public that they provide utility service or will provide utility service. Identify and provide
7 any and all documentation that AWC believes substantiates its belief. Identify those
8 members, agents, employees, officers or other affiliated individuals of AWC who have
9 this belief.

10 5. Explain the basis for AWC's accusation that the other Respondents act as alter egos of
11 Santa Cruz and/or Palo Verde and that such other Respondents avoided, evaded
12 Commission authority. Identify and provide any and all documentation that AWC believes
13 substantiates its belief. Identify those members, agents, employees, officers or other
14 affiliated individuals of AWC who have this belief.

15 6. Explain the basis for AWC's accusation that Respondents has violated Decision No.
16 67830. Identify and provide any and all documentation that AWC believes substantiates
17 its belief. Identify those members, agents, employees, officers or other affiliated
18 individuals of AWC who have this belief.

19 7. Explain all areas that AWC believes it has rights to under what it calls the "first in the
20 field" doctrine. Explain the facts that support this belief. Explain AWC's belief as to the
21 scope and expanse of that doctrine as it applies to un-certificated areas in Arizona.
22 Explain the facts that support this belief. Identify and provide any and all documentation
23 that AWC believes substantiates its belief. Identify those members, agents, employees,
24 officers or other affiliated individuals of AWC who have this belief.

25 8. Explain the areas that AWC believes are within AWC's "master planning areas and for
26 which the public interest compels that Arizona Water Company be the certificated water
27 utility." Explain the facts that support this belief. Identify and provide any and all
documentation that AWC believes substantiates its belief. Identify those members,
agents, employees, officers or other affiliated individuals of AWC who have this belief.

9. Explain the basis for AWC's belief that Global uses Infrastructure Coordination and
Financing Agreements ("ICFAs") to circumvent and evade Commission authority.
Identify and provide any and all documentation that AWC believes substantiates its belief.
Identify those members, agents, employees, officers or other affiliated individuals of
AWC who have this belief.

10. Explain AWC's basis for believing that ICFA payments should be treated as advances-in-aid-of-construction ("AIAC") or contributions-in-aid-of-construction ("CIAC"). Identify and provide any and all documentation that AWC believes substantiates these beliefs. Identify those members, agents, employees, officers or other affiliated individuals of AWC who have these beliefs.
11. Explain AWC's belief that the Respondents Public Private Partnership ("P3") agreements are a scheme to avoid compliance with Arizona law and Commission jurisdiction. Identify and provide any and all documentation that AWC believes substantiates these beliefs. Identify those members, agents, employees, officers or other affiliated individuals of AWC who have these beliefs.
12. Explain any and all transactions between AWC and Utility Investment Company, Inc. ("UIC") Further explain any and all transactions between AWC and United Resources, Inc. ("URI") Further explain the benefits of these transactions between AWC, UIC and/or URI.
13. Explain any past and current litigation with any party involving reclaimed water service, including but not limited to AWC's lawsuit against the City of Casa Grande (and/or its Mayor, Council, any Officers, and/or any special district formed by or under the City's authority).
14. Explain any past and current litigation with Arizona Department of Water Resources, or any other party involving conservation efforts or groundwater management plans, including but not limited to Superior Court, Maricopa County, Cause Nos. CV 90-001840, CV 99-008015.
15. Explain any past and current litigation involving appeals of Commission Decisions that granted a CC&N to integrated water and wastewater providers, including AWC's appeal of the Commission's Decision in Docket Nos. W-04264A-04-0438 et. al.
16. Identify any and all owners and shareholders of URI. Identify the percentage of any and all owners and/or shareholders interest in URI, including the number and class of shares each shareholder has in URI.
17. Identify and describe all dealings with Southwest Water Company ("Southwest") to provide wastewater service in Arizona. Describe any and all methods and procedures to determine where Southwest will provide wastewater service in Arizona and in the United States of America. Identify any and all locations where Southwest has provided wastewater service in Arizona and in the United States of America. Describe any and all locations where Southwest provides integrated water and wastewater service in any territories where it provides such service. Identify and describe any and all agreements

1 between AWC and Southwest to provide integrated water and wastewater service and
2 reclaimed water service in territories in commonly serves.

3 18. Describe any and all of AWC's methods for: (1) financing integrated water and
4 wastewater facilities; (2) financing reclaimed water facilities; (3) financing surface water
5 facilities; and (4) financing recharge water facilities.

6 19. Describe how AWC, UIC and URI obtain capital (debt and equity) including the sources
7 and amounts of capital.

8 20. Describe how capital flows between AWC, UIC and URI and other affiliates of AWC.

9 21. Explain the management of AWC communicates with UIC, URI and other affiliates of
10 AWC.

11 22. Describe and explain the circumstances involving AWC's request to the Commission for
12 treated effluent tariff and its subsequent withdrawal of that request.

13 23. Explain the financial statements for AWC, UIC, and URI for each of the past five years, as
14 well as reports by any of these entities under A.A.C. R14-2-805.

15 24. Explain any and all financing available to and used by AWC over the past five years.
16 Explain AWC's definition of paid-in-capital, the sources of this paid-in-capital and the
17 purposes for same.

18 25. Explain AWC's Business Loan Agreement and subsequent amendments with Bank of
19 America originally entered into on June 1, 2002, and amended May 27, 2003; June 26,
20 2004; April 26, 2005; December 14, 2005; May 31, 2006. Describe the purposes for
21 which AWC borrowed money from Bank of America pursuant to the Business Loan
22 Agreement and/or any and all of the amendments subsequently entered into and identified
23 above.

24 26. Explain and describe AWC's understanding of ICFAs, its terms and conditions, what
25 payments entail and cover, when payments are to be made, whether ICFAs are voluntary,
26 whether ICFAs supplant line extensions, whether ICFAs allow Santa Cruz and/or Palo
27 Verde to provide water and wastewater service absent Commission approval and a
CC&N. Provide all sources and documentation that AWC believes substantiates its
belief. Identify those members, agents, employees, officers or other affiliated individuals
of AWC who have this belief.

27. Describe AWC's experience in issuing bonds including any difficulties in issuing such bonds in the past five years.
28. Explain AWC's basis and justification for believing that Global ICFAs are similar to financing methods previously rejected by the Commission, including those that were the subject of Decision No. 61943. Identify any and all documentation – other than Decision No. 61943 – that AWC believes substantiates its belief. Identify those members, agents, employees, officers or other affiliated individuals of AWC who have this belief.
29. Explain if and when AWC's Water Resource Master Plan ("Plan") will be completed. Explain the major components of its Plan. Explain whether the Plan will include facilities and/or components for providing integrated water and wastewater service, reclaimed water service, recharge wells and facilities and surface water facilities. Explain how the proposed facilities in the Plan will be financed.
30. Explain whether AWC has suffered any damages from Respondents' use of the ICFAs, and if so, an explanation of the type and amount of damages.
31. Explain whether AWC has suffered any damages from Respondents' use of the P3-agreements with the Cities of Casa Grande and Maricopa, or the agreement between the Respondents and the Ak-Chin Indian Community, and if so, an explanation of the type and amount of damages.
32. Explain whether AWC has suffered any damages from communications between Respondents and landowners, and if so, an explanation of the type and amount of damages.
33. Explain whether AWC is aware of other public service corporations using agreements similar to the ICFAs, and if so, the identity and nature of such agreements.
34. Explain whether any officer or director of AWC was involved in any way in the conduct that is subject to a proposed fine in California Public Utilities Commission Dockets 05-08-021 and 06-03-001.
35. Explain how AWC became aware of the ICFAs and what information AWC has concerning the ICFAs.
36. Explain how AWC became aware of the P3 agreements and what information AWC has concerning the P3 agreements.

ROSHKA DEWULF & PATTEN, PLC
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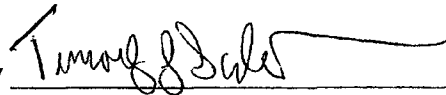
- 1 37. Explain the basis for AWC's belief that Global Water Resources, LLC is a public service
2 corporation. Provide all sources and documentation that AWC believes substantiates its
3 belief. Identify those members, agents, employees, officers or other affiliated individuals
4 of AWC who have this belief.
- 5 38. Explain the basis for AWC's belief that Global Water, Inc. is a public service corporation.
6 Provide all sources and documentation that AWC believes substantiates its belief. Identify
7 those members, agents, employees, officers or other affiliated individuals of AWC who
8 have this belief.
- 9 39. Explain the basis for AWC's belief that Global Water Management, LLC is a public
10 service corporation. Provide all sources and documentation that AWC believes
11 substantiates its belief. Identify those members, agents, employees, officers or other
12 affiliated individuals of AWC who have this belief.
- 13 40. Explain what information AWC has concerning contacts or communications between
14 Respondents and landowners as described in the complaint. Identify all sources and
15 documentation concerning such communication.
- 16 41. Explain the basis for AWC's belief that Global Water Resources, LLC, Global Water, Inc.
17 and Global Water Management, LLC "exert control" over Palo Verde Utilities Company
18 and Santa Cruz Water Company or that they "conceived, administered and operated as
19 alter egos" of Palo Verde and Santa Cruz. Provide all sources and documentation that
20 AWC believes substantiates its belief. Identify those members, agents, employees, officers
21 or other affiliated individuals of AWC who have this belief
- 22 42. Explain the basis for AWC's belief that the Cities of Casa Grande and Maricopa have
23 acted "in complete disregard for the public interest" with respect to the Respondents.
24 Provide all sources and documentation that AWC believes substantiates its belief. Identify
25 those members, agents, employees, officers or other affiliated individuals of AWC who
26 have this belief.
- 27 43. Explain the basis for AWC's belief that ICFA fees should be refunded. Provide all sources
and documentation that AWC believes substantiates its belief. Identify those members,
agents, employees, officers or other affiliated individuals of AWC who have this belief...

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1 RESPECTFULLY SUBMITTED this 13th day of June 2007.

2 ROSKA DEWULF & PATTEN, PLC

3
4 By



5 Timothy J. Sabo

6 Michael W. Patten

7 One Arizona Center

8 400 East Van Buren Street, Suite 800

9 Phoenix, Arizona 85004

10 Original and 21 copies of the foregoing
11 filed this 13th day of June 2007 with:

12 Docket Control
13 Arizona Corporation Commission
14 1200 West Washington Street
15 Phoenix, Arizona 85007

16 Copy of the foregoing hand-delivered/mailed
17 this 13th day of June 2007 to:

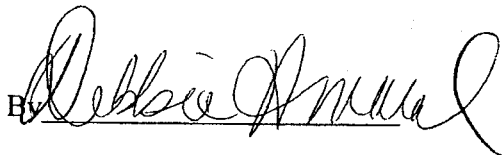
18 Lyn Farmer, Esq.
19 Chief Administrative Law Judge
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22 1200 West Washington
23 Phoenix, Arizona 85007

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25 Chief Counsel, Legal Division
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